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BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 1.1 - Cure Amounts

| STORE # | LOCATION | VENDOR # | LLD NAME | CURE AMOUNTS | NOTES |
|---------------|-------------------------------|----------|--------------------------|--------------|-----------------------------------|
| EVN 5 | Evansville | 4773S01 | Simon | \$ 1,000.00 | |
| TWV 8 | Twelve Oaks | TWELV01 | Taubman | \$ 0 | |
| KEY 16 | Fashion Mall-Keystone | 2110K01 | Simon | \$ 1,000.00 | |
| HUG 18 | Houston Galleria | SAGAL01 | Simon | \$ 1,000.00 | |
| NSH 19 | Mall at Green Hills | THEMA02 | Davis Street Land | \$ 70,000.00 | in 5 payments from Close |
| MFR 25 | Mayfair Mall | MAYFA01 | General Growth | \$ 0 | |
| ORL 27 | Orland Square | 4670O01 | Simon | \$ 1,000.00 | |
| STB 31 | Stonebriar | STONE01 | General Growth | \$ 0 | |
| SLK 37 | Southlake | SOUTH01 | Westfield Corporation | \$ 0 | |
| PSQ 47 | Penn Square | 7603P01 | Simon | \$ 1,000.00 | |
| SOM 64 | Somerset | SOMER01 | Forbes Cohen Properties | \$ 0 | |
| NPK 76 | Northpark Center | NORTH05 | Northpark Management Co. | | Remodel of store after April 2010 |
| WFL 79 | Woodfield Mall | WOODF01 | Taubman | \$ 0 | |
| RSF 83 | Roosevelt Field | THERE01 | Simon | \$ 1,000.00 | |
| PGN 89 | Fashion Ctr at Pentagon City | FASHI01 | Simon | \$ 1,000.00 | |
| HML 90 | Hamilton Place | HAMILO1 | Simon | \$ 1,000.00 | |
| MED 95 | The Meadows at Lake St. Louis | THEME01 | Davis Street Land | \$ 0 | |
| NY 991 | New York Office | GLSAS01 | GLS Associates, LLC | \$ 0 | |
| TOTALS | | | | \$ 78,000.00 | |

BACHRACH ACQUISITION, LLC

Asset Purchase Agreement

Schedule 1.1(a) Assumed Administration Payables

| | | | | |
|-----------------------------|---|---------------|-----------|---------------------|
| CNAIN01 | C.N.A. Insurance | EXP | \$ | 1,168.18 |
| GLACI01 | Glacial Energy of Texas | UTILITY | \$ | 500.21 |
| GRANI01 | Granite Telecommunications | UTILITY | \$ | 1,836.05 |
| PAETE01 | PAETEC | UTILITY | \$ | 11,786.44 |
| SPRIN03 | SPRINT / corp | UTILITY | \$ | 6,922.45 |
| THECO01 | The Conference Group | UTILITY | \$ | 36.78 |
| VASEY01 | VASEY Commercial Heating & Air | EXP | \$ | 191.00 |
| VILLA06 | Village of Schaumburg | UTILITY | \$ | 123.63 |
| WATER01 | Waterboy | UTILITY | \$ | 28.24 |
| | | | \$ | 22,592.98 |
| Wells pay off | | | \$ | 100,000.00 |
| AP schedule above | | | \$ | 22,592.98 |
| Medical claims | | | \$ | 28,000.00 |
| Hilco | per cash flow schedule | | \$ | 85,000.00 |
| Employee reimbursements | per schedule | | \$ | 6,202.00 |
| Sales tax plus Texas ad tax | per schedule less payments and incl December /Jan Taxes | | \$ | 323,000.00 |
| Vendors | see schedule on next tab | | \$ | 436,000.00 |
| Vendors | consignment | \$ 340,000.00 | | |
| Total Payables. | excluding consignment | | \$ | 1,000,794.98 |

Accounts payable Vendors

| | consignment | payables |
|----------------|---------------|---------------|
| BJD | \$ 300,000.00 | |
| Braemore | \$ 40,000.00 | |
| World | | \$ 40,000.00 |
| Marina Imports | | \$ 10,000.00 |
| Race Monsier | | \$ 30,000.00 |
| Byblos | | \$ 81,000.00 |
| Zakaraya | | \$ 80,000.00 |
| Cosani | | \$ 80,000.00 |
| Unique | | \$ 10,000.00 |
| Gelima | | \$ 30,000.00 |
| Gruppo Bravo | | \$ 10,000.00 |
| Enzone | | |
| Makilon | | \$ 25,000.00 |
| J Maverick | | |
| Concorde | | \$ 40,000.00 |
| | \$ 340,000.00 | \$ 436,000.00 |

BACHRACH ACQUISITION, LLC

Asset Purchase Agreement

Schedule 1.1(a) - Consignment Inventory

| DEPT | ITEM # | COLOR | DESCRIPTION | VENDOR # | COST | INV QTY | INV @ COST |
|----------------------|------------|----------|-----------------------------------|-----------------|----------|---------|-------------|
| TAILORED/SUITS | 36534 | NONE | ASSORTED ITALIAN SUITS | NEEMA | \$120.00 | 647 | \$77,640.00 |
| TAILORED/SUITS | 36535 | NONE | ASSORTED WOOL SUITS | NEEMA | \$75.00 | 972 | \$72,900.00 |
| TAILORED/SUITS | 36536 | NONE | ASSORTED BCBG SUITS | NEEMA | \$135.00 | 396 | \$53,460.00 |
| TAILORED/SUITS | 36537 | NONE | ASSORTED UNGARO SUITS | NEEMA | \$95.00 | 323 | \$30,685.00 |
| TAILORED/SUITS | 36538 | NONE | ASST UNGARO TUX SUITS | NEEMA | \$110.00 | 139 | \$15,290.00 |
| TAILORED/SPORTCOATS | 36539 | NONE | ASST BCBG SPORTCOAT | NEEMA | \$85.00 | 132 | \$11,220.00 |
| TAILORED/SPORTCOATS | 36540 | NONE | ASSORTED UNGARO BLAZER | NEEMA | \$65.00 | 175 | \$11,375.00 |
| TAILORED/SEP JACKET | 36541 | BLK | BCBG SEPARATES JACKET | NEEMA | \$95.00 | 62 | \$5,890.00 |
| TAILORED/SEP PANTS | 36542 | BLK | BCBG SEPARATES TROUSER | NEEMA | \$30.00 | 86 | \$2,580.00 |
| TAILORED/TROUSERS | 36543 | NONE | ASST WOOL TROUSERS | NEEMA | \$24.50 | 930 | \$22,785.00 |
| OUTERWEAR/CASUAL OUT | 0991-70020 | BLACK | QUILTED SHORT JACKET | MICHAEL BRANDON | \$40.00 | 202 | \$8,080.00 |
| OUTERWEAR/CASUAL OUT | 0991-70020 | BROWN | QUILTED SHORT JACKET | MICHAEL BRANDON | \$40.00 | 74 | \$2,960.00 |
| OUTERWEAR/CASUAL OUT | 0991-70021 | BLACK | COTTON SHORT JACKET | MICHAEL BRANDON | \$40.00 | 117 | \$4,680.00 |
| OUTERWEAR/CASUAL OUT | 0991-70022 | BLACK | P/N BIKER JACKET | MICHAEL BRANDON | \$40.00 | 98 | \$3,920.00 |
| OUTERWEAR/CASUAL OUT | 0991-70023 | BLACK | SHORT JACKET ZIP POCKET | MICHAEL BRANDON | \$40.00 | 113 | \$4,520.00 |
| OUTERWEAR/CASUAL OUT | 0991-70023 | BROWN | SHORT JACKET ZIP POCKET | MICHAEL BRANDON | \$40.00 | 159 | \$6,360.00 |
| OUTERWEAR/DRESS OUTF | 0991-70024 | BLACK | 4B CARNABY JACKET | MICHAEL BRANDON | \$45.00 | 43 | \$1,935.00 |
| OUTERWEAR/DRESS OUTF | 0991-70025 | BLACK | WOOL BLEND PEACOAT | MICHAEL BRANDON | \$60.00 | 12 | \$720.00 |
| OUTERWEAR/DRESS OUTF | 0991-70026 | BLACK | POCKET CARNABY | MICHAEL BRANDON | \$60.00 | 17 | \$1,020.00 |
| OUTERWEAR/DRESS OUTF | 0991-70026 | GREY | POCKET CARNABY | MICHAEL BRANDON | \$60.00 | 16 | \$960.00 |
| OUTERWEAR/DRESS OUTF | 0991-70027 | BLACK | DB BLAZER | MICHAEL BRANDON | \$60.00 | 23 | \$1,380.00 |
| OUTERWEAR/DRESS OUTF | 0991-70498 | BLACK | DB EPLT OUTERWEAR | MICHAEL BRANDON | \$68.00 | 37 | \$2,516.00 |
| OUTERWEAR/DRESS OUTF | 0991-70498 | CHARCOA | DB EPLT OUTERWEAR | MICHAEL BRANDON | \$68.00 | 43 | \$2,924.00 |
| SPORTSWEAR/BOTTOMS | 0991-70075 | BROWN | ANTIQUE BROWN BOOT CUT | MICHAEL BRANDON | \$18.00 | 90 | \$1,620.00 |
| SPORTSWEAR/BOTTOMS | 0991-70076 | BLUE | VINTAGE BLUE BOOT CUT | MICHAEL BRANDON | \$18.00 | 86 | \$1,548.00 |
| SPORTSWEAR/BOTTOMS | 0991-70077 | BLUE | NIGHT BLUE CLASSIC FIT | MICHAEL BRANDON | \$18.00 | 103 | \$1,854.00 |
| SPORTSWEAR/BOTTOMS | 0991-70078 | DARK TAN | DARK TAN CLASSIC FIT | MICHAEL BRANDON | \$18.00 | 89 | \$1,602.00 |
| SPORTSWEAR/BOTTOMS | 0991-70079 | BLUE | VINTAGE BLUE RELAX FIT | MICHAEL BRANDON | \$18.00 | 106 | \$1,908.00 |
| SPORTSWEAR/BOTTOMS | 0991-70080 | BROWN | ANTIQUE BROWN RELAX FIT | MICHAEL BRANDON | \$18.00 | 56 | \$1,008.00 |
| SPORTSWEAR/BOTTOMS | 0991-70449 | VINTAGE | VINTAGE BLUE JEAN | MICHAEL BRANDON | \$10.00 | 0 | \$0.00 |
| SPORTSWEAR/BOTTOMS | 0991-70450 | INK | INK JEAN | MICHAEL BRANDON | \$10.00 | 0 | \$0.00 |
| SPORTSWEAR/BOTTOMS | 0991-70452 | BLUE STE | BLUE STEEL JEAN | MICHAEL BRANDON | \$10.00 | 0 | \$0.00 |
| SPORTSWEAR/LS KNITS | 0991-70002 | BLACK | LAYERED LOOK SWEATER | MICHAEL BRANDON | \$30.00 | 28 | \$840.00 |
| SPORTSWEAR/LS KNITS | 0991-70002 | CHOCOLA | LAYERED LOOK SWEATER | MICHAEL BRANDON | \$30.00 | 20 | \$600.00 |
| SPORTSWEAR/LS KNITS | 0991-70002 | NAVY | LAYERED LOOK SWEATER | MICHAEL BRANDON | \$30.00 | 34 | \$1,020.00 |
| SPORTSWEAR/LS KNITS | 0991-70003 | BLACK | 4B MOCK NECK WITH CONTRAST SLEEVE | MICHAEL BRANDON | \$26.50 | 40 | \$1,060.00 |
| SPORTSWEAR/LS KNITS | 0991-70003 | CHOCOLA | 4B MOCK NECK WITH CONTRAST SLEEVE | MICHAEL BRANDON | \$26.50 | 38 | \$1,007.00 |
| SPORTSWEAR/LS KNITS | 0991-70003 | GREY | 4B MOCK NECK WITH CONTRAST SLEEVE | MICHAEL BRANDON | \$26.50 | 21 | \$556.50 |
| SPORTSWEAR/LS KNITS | 0991-70003 | NAVY | 4B MOCK NECK WITH CONTRAST SLEEVE | MICHAEL BRANDON | \$26.50 | 45 | \$1,192.50 |
| SPORTSWEAR/LS KNITS | 0991-70004 | BLACK | 5B CARDIGAN WITH TRIM | MICHAEL BRANDON | \$26.50 | 26 | \$689.00 |

Consign ment. Total.

Consignment

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| SPORTSWEAR/LS KNITS | 0991-70004 | BROWN | 5B CARDIGAN WITH TRIM | MICHAEL BRANDON | \$26.50 | 39 | \$1,033.50 |
| SPORTSWEAR/LS KNITS | 0991-70004 | GREY | 5B CARDIGAN WITH TRIM | MICHAEL BRANDON | \$26.50 | 24 | \$636.00 |
| SPORTSWEAR/LS KNITS | 0991-70004 | NAVY | 5B CARDIGAN WITH TRIM | MICHAEL BRANDON | \$26.50 | 48 | \$1,272.00 |
| SPORTSWEAR/LS KNITS | 0991-70005 | BLACK | V-NECK SWEATER VEST | MICHAEL BRANDON | \$18.00 | 29 | \$522.00 |
| SPORTSWEAR/LS KNITS | 0991-70005 | CHOCOLA | V-NECK SWEATER VEST | MICHAEL BRANDON | \$18.00 | 18 | \$324.00 |
| SPORTSWEAR/LS KNITS | 0991-70005 | GREY | V-NECK SWEATER VEST | MICHAEL BRANDON | \$18.00 | 21 | \$378.00 |
| SPORTSWEAR/LS KNITS | 0991-70006 | BLACK | 5B CARDIGAN VEST | MICHAEL BRANDON | \$19.00 | 44 | \$836.00 |
| SPORTSWEAR/LS KNITS | 0991-70006 | CHOCOLA | 5B CARDIGAN VEST | MICHAEL BRANDON | \$19.00 | 24 | \$456.00 |
| SPORTSWEAR/LS KNITS | 0991-70006 | GREY | 5B CARDIGAN VEST | MICHAEL BRANDON | \$19.00 | 33 | \$627.00 |
| SPORTSWEAR/LS KNITS | 0991-70007 | BIRCH | 4B FITTED MOCK NECK SWEATER | MICHAEL BRANDON | \$17.00 | 45 | \$765.00 |
| SPORTSWEAR/LS KNITS | 0991-70007 | BLACK | 4B FITTED MOCK NECK SWEATER | MICHAEL BRANDON | \$17.00 | 34 | \$578.00 |
| SPORTSWEAR/LS KNITS | 0991-70007 | BROWN | 4B FITTED MOCK NECK SWEATER | MICHAEL BRANDON | \$17.00 | 33 | \$561.00 |
| SPORTSWEAR/LS KNITS | 0991-70007 | NAVY | 4B FITTED MOCK NECK SWEATER | MICHAEL BRANDON | \$17.00 | 36 | \$612.00 |
| SPORTSWEAR/LS KNITS | 0991-70008 | BIRCH | V-NECK FOLDED OVER | MICHAEL BRANDON | \$13.00 | 56 | \$728.00 |
| SPORTSWEAR/LS KNITS | 0991-70008 | BLACK | V-NECK FOLDED OVER | MICHAEL BRANDON | \$13.00 | 61 | \$793.00 |
| SPORTSWEAR/LS KNITS | 0991-70008 | BROWN | V-NECK FOLDED OVER | MICHAEL BRANDON | \$13.00 | 45 | \$585.00 |
| SPORTSWEAR/LS KNITS | 0991-70008 | NAVY | V-NECK FOLDED OVER | MICHAEL BRANDON | \$13.00 | 49 | \$637.00 |
| SPORTSWEAR/LS KNITS | 0991-70009 | BIRCH | ZIP MOCK CABLE | MICHAEL BRANDON | \$13.00 | 40 | \$520.00 |
| SPORTSWEAR/LS KNITS | 0991-70009 | BLACK | ZIP MOCK CABLE | MICHAEL BRANDON | \$13.00 | 45 | \$585.00 |
| SPORTSWEAR/LS KNITS | 0991-70009 | NAVY | ZIP MOCK CABLE | MICHAEL BRANDON | \$13.00 | 51 | \$663.00 |
| SPORTSWEAR/LS KNITS | 0991-70010 | BLACK | ZIP MOCK FRONT CABLE | MICHAEL BRANDON | \$12.00 | 32 | \$384.00 |
| SPORTSWEAR/LS KNITS | 0991-70010 | BROWN | ZIP MOCK FRONT CABLE | MICHAEL BRANDON | \$12.00 | 31 | \$372.00 |
| SPORTSWEAR/LS KNITS | 0991-70010 | BUFF | ZIP MOCK FRONT CABLE | MICHAEL BRANDON | \$12.00 | 38 | \$456.00 |
| SPORTSWEAR/LS KNITS | 0991-70010 | CHARCOA | ZIP MOCK FRONT CABLE | MICHAEL BRANDON | \$12.00 | 13 | \$156.00 |
| SPORTSWEAR/LS KNITS | 0991-70010 | EVENING | ZIP MOCK FRONT CABLE | MICHAEL BRANDON | \$12.00 | 26 | \$312.00 |
| SPORTSWEAR/LS KNITS | 0991-70011 | BLACK | DOUBLE STRIPE ZIP MOCK | MICHAEL BRANDON | \$12.00 | 43 | \$516.00 |
| SPORTSWEAR/LS KNITS | 0991-70011 | BROWN | DOUBLE STRIPE ZIP MOCK | MICHAEL BRANDON | \$12.00 | 1 | \$12.00 |
| SPORTSWEAR/LS KNITS | 0991-70011 | BUFF | DOUBLE STRIPE ZIP MOCK | MICHAEL BRANDON | \$12.00 | 2 | \$24.00 |
| SPORTSWEAR/LS KNITS | 0991-70011 | CHARCOA | DOUBLE STRIPE ZIP MOCK | MICHAEL BRANDON | \$12.00 | -1 | -\$12.00 |
| SPORTSWEAR/LS KNITS | 0991-70011 | EVENING | DOUBLE STRIPE ZIP MOCK | MICHAEL BRANDON | \$12.00 | -1 | -\$12.00 |
| SPORTSWEAR/LS KNITS | 0991-70012 | BLACK | 4B MOCK CABLE | MICHAEL BRANDON | \$12.00 | 7 | \$84.00 |
| SPORTSWEAR/LS KNITS | 0991-70012 | BROWN | 4B MOCK CABLE | MICHAEL BRANDON | \$12.00 | 2 | \$24.00 |
| SPORTSWEAR/LS KNITS | 0991-70012 | CHARCOA | 4B MOCK CABLE | MICHAEL BRANDON | \$12.00 | 36 | \$432.00 |
| SPORTSWEAR/LS KNITS | 0991-70012 | DENIM | 4B MOCK CABLE | MICHAEL BRANDON | \$12.00 | 13 | \$156.00 |
| SPORTSWEAR/LS KNITS | 0991-70012 | TOBACCO | 4B MOCK CABLE | MICHAEL BRANDON | \$12.00 | 31 | \$372.00 |
| SPORTSWEAR/LS KNITS | 0991-70013 | CHARCOA | HORIZ STRIPE V-NECK | MICHAEL BRANDON | \$12.00 | 1 | \$12.00 |
| SPORTSWEAR/LS KNITS | 0991-70013 | DENIM | HORIZ STRIPE V-NECK | MICHAEL BRANDON | \$12.00 | 27 | \$324.00 |
| SPORTSWEAR/LS KNITS | 0991-70014 | DENIM | DENIM LS KNIT | MICHAEL BRANDON | \$11.00 | 48 | \$528.00 |
| SPORTSWEAR/LS KNITS | 0991-70015 | CHARCOA | BASIC LS CREW | MICHAEL BRANDON | \$11.00 | 46 | \$506.00 |
| SPORTSWEAR/LS KNITS | 0991-70015 | DK CHOC | BASIC LS CREW | MICHAEL BRANDON | \$11.00 | 14 | \$154.00 |
| SPORTSWEAR/LS KNITS | 0991-70015 | NUBUCK | BASIC LS CREW | MICHAEL BRANDON | \$11.00 | 68 | \$748.00 |

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| SPORTSWEAR/LS KNITS | 0991-70015 | WHITE | BASIC LS CREW | MICHAEL BRANDON | \$11.00 | 64 | \$704.00 |
| SPORTSWEAR/LS KNITS | 0991-70016 | BLACK | RIBBED LS CREW | MICHAEL BRANDON | \$11.00 | 26 | \$286.00 |
| SPORTSWEAR/LS KNITS | 0991-70016 | BORDEAU | RIBBED LS CREW | MICHAEL BRANDON | \$11.00 | 15 | \$165.00 |
| SPORTSWEAR/LS KNITS | 0991-70016 | CHAR | RIBBED LS CREW | MICHAEL BRANDON | \$11.00 | 73 | \$803.00 |
| SPORTSWEAR/LS KNITS | 0991-70016 | NUBUCK | RIBBED LS CREW | MICHAEL BRANDON | \$11.00 | 36 | \$385.00 |
| SPORTSWEAR/LS KNITS | 0991-70017 | BLACK | RIBBED CREW | MICHAEL BRANDON | \$11.00 | 67 | \$737.00 |
| SPORTSWEAR/LS KNITS | 0991-70018 | ABYSS | ZIP MOCK | MICHAEL BRANDON | \$11.00 | 18 | \$198.00 |
| SPORTSWEAR/LS KNITS | 0991-70018 | CHOCOLA | ZIP MOCK | MICHAEL BRANDON | \$11.00 | 6 | \$66.00 |
| SPORTSWEAR/LS KNITS | 0991-70018 | NUBUCK | ZIP MOCK | MICHAEL BRANDON | \$11.00 | 12 | \$132.00 |
| SPORTSWEAR/LS KNITS | 0991-70019 | ABYSS | BASIC LS | MICHAEL BRANDON | \$11.00 | 5 | \$55.00 |
| SPORTSWEAR/LS KNITS | 0991-70446 | BLACK | FULL ZIP CENTER STRIPE LS KNIT | MICHAEL BRANDON | \$14.50 | 64 | \$928.00 |
| SPORTSWEAR/LS KNITS | 0991-70446 | GREY | FULL ZIP CENTER STRIPE LS KNIT | MICHAEL BRANDON | \$14.50 | 53 | \$788.50 |
| SPORTSWEAR/LS KNITS | 0991-70446 | OLIVE | FULL ZIP CENTER STRIPE LS KNIT | MICHAEL BRANDON | \$14.50 | 56 | \$812.00 |
| SPORTSWEAR/LS KNITS | 0991-70499 | CHOCOLA | SOLID 1/4 ZIP SWEATER | MICHAEL BRANDON | \$7.50 | 51 | \$382.50 |
| SPORTSWEAR/LS KNITS | 0991-70499 | ROSEWOOD | SOLID 1/4 ZIP SWEATER | MICHAEL BRANDON | \$7.50 | 56 | \$420.00 |
| SPORTSWEAR/LS WOVENS | 0991-70028 | SILVER | PAISLEY DOBBY STRIPE | MICHAEL BRANDON | \$35.00 | 50 | \$1,750.00 |
| SPORTSWEAR/LS WOVENS | 0991-70029 | BROWN | HOMBRE STRIPE | MICHAEL BRANDON | \$35.00 | 55 | \$1,925.00 |
| SPORTSWEAR/LS WOVENS | 0991-70030 | METAL | EBONY JACQUARD | MICHAEL BRANDON | \$35.00 | 44 | \$1,540.00 |
| SPORTSWEAR/LS WOVENS | 0991-70031 | BORDEAU | GRADIATED CIRCLE STRIPE | MICHAEL BRANDON | \$35.00 | 34 | \$1,190.00 |
| SPORTSWEAR/LS WOVENS | 0991-70032 | BLACK | CHAIN LINK STRIPE | MICHAEL BRANDON | \$35.00 | 50 | \$1,750.00 |
| SPORTSWEAR/LS WOVENS | 0991-70033 | BROWN | DOBBY TONAL STRIPE | MICHAEL BRANDON | \$35.00 | 48 | \$1,680.00 |
| SPORTSWEAR/LS WOVENS | 0991-70034 | BARK | VARIEGATED STRIPE | MICHAEL BRANDON | \$35.00 | 55 | \$1,925.00 |
| SPORTSWEAR/LS WOVENS | 0991-70035 | BORDEAU | BUTTON DOWN FLANGE | MICHAEL BRANDON | \$35.00 | 62 | \$2,170.00 |
| SPORTSWEAR/LS WOVENS | 0991-70035 | NAVY | BUTTON DOWN FLANGE | MICHAEL BRANDON | \$35.00 | 57 | \$1,995.00 |
| SPORTSWEAR/LS WOVENS | 0991-70036 | COBALT | MICRO DOBBY STRIPE | MICHAEL BRANDON | \$35.00 | 59 | \$2,065.00 |
| SPORTSWEAR/LS WOVENS | 0991-70037 | WHITE | EMBROIDERED PATTERN MIX | MICHAEL BRANDON | \$12.00 | 46 | \$552.00 |
| SPORTSWEAR/LS WOVENS | 0991-70038 | ASH | PRINTED PAISLEY STRIPE | MICHAEL BRANDON | \$12.00 | 11 | \$132.00 |
| SPORTSWEAR/LS WOVENS | 0991-70039 | TAUPE | FLORAL PRINT | MICHAEL BRANDON | \$12.00 | 20 | \$240.00 |
| SPORTSWEAR/LS WOVENS | 0991-70040 | BLACK | TONAL DIAMOND DOBBY | MICHAEL BRANDON | \$35.00 | 29 | \$1,015.00 |
| SPORTSWEAR/LS WOVENS | 0991-70040 | WHITE | TONAL DIAMOND DOBBY | MICHAEL BRANDON | \$35.00 | 76 | \$2,660.00 |
| SPORTSWEAR/LS WOVENS | 0991-70041 | COFFEE | VARIEGATED TEXTURE SOLID | MICHAEL BRANDON | \$35.00 | 12 | \$420.00 |
| SPORTSWEAR/LS WOVENS | 0991-70041 | INK | VARIEGATED TEXTURE SOLID | MICHAEL BRANDON | \$35.00 | 37 | \$1,295.00 |
| SPORTSWEAR/LS WOVENS | 0991-70041 | METAL | VARIEGATED TEXTURE SOLID | MICHAEL BRANDON | \$35.00 | 40 | \$1,400.00 |
| SPORTSWEAR/LS WOVENS | 0991-70041 | WHITE | VARIEGATED TEXTURE SOLID | MICHAEL BRANDON | \$35.00 | 30 | \$1,050.00 |
| SPORTSWEAR/LS WOVENS | 0991-70042 | LAVENDEI | HERRINGBONE TEXTURED SOLID | MICHAEL BRANDON | \$35.00 | 55 | \$1,925.00 |
| SPORTSWEAR/LS WOVENS | 0991-70042 | SKY | HERRINGBONE TEXTURED SOLID | MICHAEL BRANDON | \$35.00 | 91 | \$3,185.00 |
| SPORTSWEAR/LS WOVENS | 0991-70042 | WHITE | HERRINGBONE TEXTURED SOLID | MICHAEL BRANDON | \$35.00 | 78 | \$2,730.00 |
| SPORTSWEAR/LS WOVENS | 0991-70043 | BROWN | HOUNDSTOOTH | MICHAEL BRANDON | \$35.00 | 61 | \$2,135.00 |
| SPORTSWEAR/LS WOVENS | 0991-70044 | WHITE | DOT STRIPE | MICHAEL BRANDON | \$35.00 | 85 | \$2,975.00 |
| SPORTSWEAR/LS WOVENS | 0991-70045 | ORANGE | LS WOVEN | MICHAEL BRANDON | \$35.00 | 27 | \$945.00 |
| SPORTSWEAR/LS WOVENS | 0991-70046 | NATURAL | MINI CHECK | MICHAEL BRANDON | \$35.00 | 42 | \$1,470.00 |

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|----------------------|------------|---------|--------------------------------|-----------------|---------|----|------------|
| SPORTSWEAR/LS WOVENS | 0991-70046 | ORANGE | MINI CHECK | MICHAEL BRANDON | \$35.00 | 22 | \$770.00 |
| SPORTSWEAR/LS WOVENS | 0991-70047 | ORANGE | CONTRAST STRIPE | MICHAEL BRANDON | \$35.00 | 51 | \$1,785.00 |
| SPORTSWEAR/LS WOVENS | 0991-70048 | BROWN | JACQUARD STRIPE | MICHAEL BRANDON | \$35.00 | 48 | \$1,680.00 |
| SPORTSWEAR/LS WOVENS | 0991-70049 | WHITE | BLACK STRIPE DOBBY | MICHAEL BRANDON | \$35.00 | 53 | \$1,855.00 |
| SPORTSWEAR/LS WOVENS | 0991-70050 | BLACK | JACQUARD STRIPE | MICHAEL BRANDON | \$35.00 | 59 | \$2,065.00 |
| SPORTSWEAR/LS WOVENS | 0991-70050 | BLUE | JACQUARD STRIPE | MICHAEL BRANDON | \$35.00 | 92 | \$3,220.00 |
| SPORTSWEAR/LS WOVENS | 0991-70051 | NAVY | RADIANT STRIPE | MICHAEL BRANDON | \$35.00 | 68 | \$2,380.00 |
| SPORTSWEAR/LS WOVENS | 0991-70052 | INDIGO | LS WOVEN | MICHAEL BRANDON | \$35.00 | 90 | \$3,150.00 |
| SPORTSWEAR/LS WOVENS | 0991-70053 | BLACK | CHAIN STITCH STRIPE | MICHAEL BRANDON | \$35.00 | 97 | \$3,395.00 |
| SPORTSWEAR/LS WOVENS | 0991-70054 | BARK | TEXTURED STRIPE | MICHAEL BRANDON | \$35.00 | 69 | \$2,415.00 |
| SPORTSWEAR/LS WOVENS | 0991-70055 | BROWN | VARIEGATED STRIPE | MICHAEL BRANDON | \$35.00 | 57 | \$1,995.00 |
| SPORTSWEAR/LS WOVENS | 0991-70056 | SEABLUE | TWO TONE STRIPE | MICHAEL BRANDON | \$35.00 | 45 | \$1,575.00 |
| SPORTSWEAR/LS WOVENS | 0991-70057 | BRANDY | RAIN DROP DOBBY | MICHAEL BRANDON | \$35.00 | 45 | \$1,575.00 |
| SPORTSWEAR/LS WOVENS | 0991-70058 | BROWN | MULTI COLOR STRIPE | MICHAEL BRANDON | \$12.00 | 16 | \$192.00 |
| SPORTSWEAR/LS WOVENS | 0991-70059 | BLUE | DOT STRIPE | MICHAEL BRANDON | \$12.00 | 26 | \$312.00 |
| SPORTSWEAR/LS WOVENS | 0991-70060 | PINK | THICK & THIN STRIPE | MICHAEL BRANDON | \$12.00 | 60 | \$720.00 |
| SPORTSWEAR/LS WOVENS | 0991-70061 | BLACK | DOT WHITE STRIPE | MICHAEL BRANDON | \$12.00 | 43 | \$516.00 |
| SPORTSWEAR/LS WOVENS | 0991-70062 | BLACK | DOBBY DOT | MICHAEL BRANDON | \$12.00 | 21 | \$252.00 |
| SPORTSWEAR/LS WOVENS | 0991-70063 | TAN | TAN & BLUE STRIPE | MICHAEL BRANDON | \$12.00 | 59 | \$708.00 |
| SPORTSWEAR/LS WOVENS | 0991-70064 | CHOCOLA | THIN 2 STRIPE | MICHAEL BRANDON | \$12.00 | 29 | \$348.00 |
| SPORTSWEAR/LS WOVENS | 0991-70065 | BLUE | BN STRIPE | MICHAEL BRANDON | \$12.00 | 16 | \$192.00 |
| SPORTSWEAR/LS WOVENS | 0991-70066 | OCEAN | OGB STRIPE | MICHAEL BRANDON | \$12.00 | 54 | \$648.00 |
| SPORTSWEAR/LS WOVENS | 0991-70067 | NIGHT | THIN STRIPE | MICHAEL BRANDON | \$12.00 | 20 | \$240.00 |
| SPORTSWEAR/LS WOVENS | 0991-70068 | WHITE | MULTI STRIPE | MICHAEL BRANDON | \$12.00 | 45 | \$540.00 |
| SPORTSWEAR/LS WOVENS | 0991-70069 | BLACK | DOT STRIPE | MICHAEL BRANDON | \$12.00 | 25 | \$300.00 |
| SPORTSWEAR/LS WOVENS | 0991-70070 | BLACK | SOLID TEXTURED STRIPE | MICHAEL BRANDON | \$12.00 | 49 | \$588.00 |
| SPORTSWEAR/LS WOVENS | 0991-70070 | WHITE | SOLID TEXTURED STRIPE | MICHAEL BRANDON | \$12.00 | 72 | \$864.00 |
| SPORTSWEAR/LS WOVENS | 0991-70071 | BLACK | TEXTURED STRIPE | MICHAEL BRANDON | \$12.00 | 50 | \$600.00 |
| SPORTSWEAR/LS WOVENS | 0991-70072 | WHITE | WGB STRIPE | MICHAEL BRANDON | \$12.00 | 43 | \$516.00 |
| SPORTSWEAR/LS WOVENS | 0991-70073 | WHITE | WB STRIPE | MICHAEL BRANDON | \$12.00 | 35 | \$420.00 |
| SPORTSWEAR/LS WOVENS | 0991-70074 | NAVY | RADIANT STRIPE | MICHAEL BRANDON | \$12.00 | 31 | \$372.00 |
| SPORTSWEAR/LS WOVENS | 0991-70417 | TAN | CHECK W/ CHEST PRINT LS WOVEN | MICHAEL BRANDON | \$12.50 | 51 | \$637.50 |
| SPORTSWEAR/LS WOVENS | 0991-70418 | TAN | STRIPE W/ RIGHT PRINT LS WOVEN | MICHAEL BRANDON | \$12.50 | 53 | \$662.50 |
| SPORTSWEAR/LS WOVENS | 0991-70419 | BLACK | STR. ALL EMROIDERY LS WOVEN | MICHAEL BRANDON | \$12.50 | 54 | \$675.00 |
| SPORTSWEAR/LS WOVENS | 0991-70423 | BLACK | TONAL SOLID PRINT LS WOVEN | MICHAEL BRANDON | \$12.50 | 39 | \$487.50 |
| SPORTSWEAR/LS WOVENS | 0991-70423 | WHITE | TONAL SOLID PRINT LS WOVEN | MICHAEL BRANDON | \$12.50 | 35 | \$437.50 |
| SPORTSWEAR/LS WOVENS | 0991-70424 | WHITE | CHECK MIRRORED PRINT LS WOVEN | MICHAEL BRANDON | \$12.50 | 48 | \$600.00 |
| SPORTSWEAR/LS WOVENS | 0991-70426 | SKY | RAIL STRIPE PRINT LS WOVEN | MICHAEL BRANDON | \$12.50 | 41 | \$512.50 |
| SPORTSWEAR/LS WOVENS | 0991-70428 | BLACK | TONAL WESTERN LS WOVEN | MICHAEL BRANDON | \$12.50 | 0 | \$0.00 |
| SPORTSWEAR/LS WOVENS | 0991-70428 | WHITE | TONAL WESTERN LS WOVEN | MICHAEL BRANDON | \$12.50 | 0 | \$0.00 |
| SPORTSWEAR/LS WOVENS | 0991-70429 | BROWN | STRIPE WESTERN LS WOVEN | MICHAEL BRANDON | \$12.50 | 0 | \$0.00 |

(CS)

| | | | | | | | |
|----------------------|------------|----------|--------------------------------|-----------------|---------|----|------------|
| SPORTSWEAR/LS WOVENS | 0991-70430 | BLACK | MINI STRIPE WESTERN | MICHAEL BRANDON | \$12.50 | 0 | \$0.00 |
| SPORTSWEAR/LS WOVENS | 0991-70432 | WHITE | TONAL LS WOVEN | MICHAEL BRANDON | \$12.50 | 59 | \$737.50 |
| SPORTSWEAR/LS WOVENS | 0991-70433 | NAVY | TWILL TEXTURED STRIPE LS WOVEN | MICHAEL BRANDON | \$12.50 | 44 | \$550.00 |
| SPORTSWEAR/LS WOVENS | 0991-70435 | NAVY | MIDNIGHT STRIPE LS WOVEN | MICHAEL BRANDON | \$12.50 | 55 | \$687.50 |
| SPORTSWEAR/LS WOVENS | 0991-70436 | OCEAN | METRA STRIPE LS WOVEN | MICHAEL BRANDON | \$12.50 | 60 | \$750.00 |
| SPORTSWEAR/LS WOVENS | 0991-70438 | BLACK | SOLID TWILL STRIPE LS WOVEN | MICHAEL BRANDON | \$12.50 | 68 | \$850.00 |
| SPORTSWEAR/LS WOVENS | 0991-70439 | NAVY | MARKET TONAL STRIPE | MICHAEL BRANDON | \$12.50 | 53 | \$662.50 |
| SPORTSWEAR/LS WOVENS | 0991-70443 | BLACK | DOUBLE STRIPE LS WOVEN | MICHAEL BRANDON | \$12.50 | 63 | \$787.50 |
| SPORTSWEAR/LS WOVENS | 0991-70444 | PURPLE | MULTI COLOR STRIPE LS WOVEN | MICHAEL BRANDON | \$12.50 | 54 | \$675.00 |
| SPORTSWEAR/LS WOVENS | 0991-70490 | CHOCOAL | FASHION LS WOVEN | MICHAEL BRANDON | \$16.00 | 50 | \$800.00 |
| SPORTSWEAR/LS WOVENS | 0991-70490 | MIDNIGHT | FASHION LS WOVEN | MICHAEL BRANDON | \$16.00 | 50 | \$800.00 |
| SPORTSWEAR/LS WOVENS | 0991-70491 | WINE | FASHION LS WOVEN | MICHAEL BRANDON | \$16.00 | 43 | \$688.00 |
| SPORTSWEAR/LS WOVENS | 0991-70492 | BROWN | FASHION LS WOVEN | MICHAEL BRANDON | \$16.00 | 82 | \$1,312.00 |
| SPORTSWEAR/LS WOVENS | 0991-70492 | WHITE | FASHION LS WOVEN | MICHAEL BRANDON | \$16.00 | 82 | \$1,312.00 |
| SPORTSWEAR/LS WOVENS | 0991-70493 | BARK | FASHION LS WOVEN | MICHAEL BRANDON | \$16.00 | 39 | \$624.00 |
| SPORTSWEAR/LS WOVENS | 0991-70493 | NAVY | FASHION LS WOVEN | MICHAEL BRANDON | \$16.00 | 21 | \$336.00 |
| SPORTSWEAR/LS WOVENS | 0991-70493 | STEEL | FASHION LS WOVEN | MICHAEL BRANDON | \$16.00 | 48 | \$768.00 |
| SPORTSWEAR/LS WOVENS | 0991-70494 | BLACK | EURO LS WOVEN | MICHAEL BRANDON | \$30.00 | 55 | \$1,650.00 |
| SPORTSWEAR/LS WOVENS | 0991-70495 | DECOB | EURO LS WOVEN | MICHAEL BRANDON | \$30.00 | 57 | \$1,710.00 |
| SPORTSWEAR/LS WOVENS | 0991-70496 | SKY | EURO LS WOVEN | MICHAEL BRANDON | \$30.00 | 74 | \$2,220.00 |
| SPORTSWEAR/LS WOVENS | 0991-70497 | CHARCOA | EURO LS WOVEN | MICHAEL BRANDON | \$30.00 | 63 | \$1,890.00 |
| SPORTSWEAR/LS WOVENS | 0991-70500 | BLACK | SOLID TEXTURED 1/4 ZIP SWEATER | MICHAEL BRANDON | \$7.50 | 57 | \$427.50 |
| SPORTSWEAR/LS WOVENS | 0991-70500 | CHARCOA | SOLID TEXTURED 1/4 ZIP SWEATER | MICHAEL BRANDON | \$7.50 | 78 | \$585.00 |
| SPORTSWEAR/LS WOVENS | 0991-70500 | DK CHOC | SOLID TEXTURED 1/4 ZIP SWEATER | MICHAEL BRANDON | \$7.50 | 69 | \$517.50 |
| SPORTSWEAR/LS WOVENS | 0991-70501 | DENIM | SOLID CREW LS KNIT | MICHAEL BRANDON | \$7.50 | 46 | \$345.00 |
| SPORTSWEAR/LS WOVENS | 0991-70501 | OLIVE | SOLID CREW LS KNIT | MICHAEL BRANDON | \$7.50 | 54 | \$405.00 |
| SPORTSWEAR/LS WOVENS | 0991-70502 | WHITE | SOLID RIB V-NECK LS KNIT | MICHAEL BRANDON | \$7.50 | 48 | \$360.00 |
| SPORTSWEAR/LS WOVENS | 0991-70503 | BLACK | SOLID RIB CREW LS KNIT | MICHAEL BRANDON | \$7.50 | 34 | \$255.00 |
| SPORTSWEAR/LS WOVENS | 0991-70503 | NAVY | SOLID RIB CREW LS KNIT | MICHAEL BRANDON | \$7.50 | 46 | \$345.00 |
| SPORTSWEAR/LS WOVENS | 0991-70503 | TAN | SOLID RIB CREW LS KNIT | MICHAEL BRANDON | \$7.50 | 19 | \$142.50 |
| SPORTSWEAR/LS WOVENS | 0991-70504 | BLACK | QUARTER RIB CREW LS KNIT | MICHAEL BRANDON | \$7.50 | 26 | \$195.00 |
| SPORTSWEAR/LS WOVENS | 0991-70504 | WHITE | QUARTER RIB CREW LS KNIT | MICHAEL BRANDON | \$7.50 | 50 | \$375.00 |

\$493,888.50

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 1.1b – Excluded Contracts

All contracts that are not purchased contracts

BACHRACH ACQUISITION, LLC

Asset Purchase Agreement

Schedule 1.1c – Excluded Lease

1. All pre-petition leases that are not Purchased Leases
2. Post petition month to month lease with GLS Associates, LLC for 1430 Broadway, Suite 306, New York, New York

BACHRACH ACQUISITION, LLC

Asset Purchase Agreement

Schedule 1.1d - Knowledge of the Seller

| EMPLOYEE | TITLE |
|--------------|------------------------|
| Dean Asher | Planning Allocation IT |
| Joe Bivona | operations LP IT |
| Dave hershy | Store Ops |
| Tony Bruce | Controller |
| John Serrano | Internet |
| Liz Michel | Merchandise Buyer |
| Brian Lipman | CEO |

Bachrach Acquisition, LLC – Case No: 09-12918-SMB
Schedule 1.1(b) : Purchased Contracts

| Name | Address | Phone | Description | Term Start | Term End |
|--|---|---------------------------|--|-------------------|------------------|
| Checkpoint Security Systems Group, Inc. | 8180 Upland Circle Chanhassen, MN 55317 | 952-227-5388 | Master Monitoring Agreement | 02/27/07 | 02/27/10 |
| CPE HR, Inc. d/b/a CPE HR | 9200 W. Sunset Blvd Suite 1100 West Hollywood, CA 90069 | 800-850-7133 | Client Services Agreement | 02/01/07 | Not Specified |
| IBM Global Credit Operations Attn: Andrew Gravina | 4111 Northside Parkway, NW Atlanta, GA 30327 | 302- 571-6600 | Schedule for ServiceElite for: Ultrium Tape Drive, Lexmark Laser Printers (3), PwrStation 570, AS/400E Server, Line Matrix Printer | 07/01/07 | 06/30/12 |
| Nestech Attn: Cetin Guzel | 110 Wall Street, Suite 1100 New York, NY 10005 | 212-232-0087 | Computer Hosting and Network support | 9/14/09 | 9/14/12 |
| One Step Retail Attn: Kevin McAdam | 350 West Arden Ave., Suite 104 Glendale, CA 91203 | 800-266-1328 ext. 4131 | POS Software Vendor, Installation and Support Service | 7/28/09 | Not Specified |
| PNC Merchant Services | Two PNC Plaza 620 Liberty Avenue Pittsburgh, PA 15222 | 717-597-4786 | Credit Card Processor | 09/05/06 | Not Specified |
| RAI Credit, LLC Accucredit Associates LLC | 21 Main Street, Suite 352 Hackensack, NJ 07601 | 201-518-1126 | Bachrach House Card Processor (Auto Renewal 2 Year) | 06/18/08 | 06/18/11 |
| Telecheck/ First Data USA | P.O. Box 4514 Houston, TX 77210 | 847-844-0368 | POS Payment Processor – Check Authorization | 04/03/07 | Not Specified |
| Telekenex | 3221 20 th St. San Francisco, CA 94110 | 206-607-1059 | VPN / WAN private secure connection to Office and retail locations | 11/20/08 | 11/20/10 |
| Vector Security, Inc. National Accounts Division | 10642 Wakeman Court Manassas, VA 20110 | 888-883-2867 | Master Service Agreement – Installation and Service | 03/31/08 | 03/31/13 |

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 1.1e Purchased Leases

| STORE # | LOCATION | ADDRESS | CITY | ST | ZIP | VENDOR # | LLD NAME | LEASE TERM |
|---------|-------------------------------|---------------------------------------|----------------|----|-------|----------|--------------------------|-------------------|
| EVN 5 | Evansville | 800 N Green River Road | Evansville | IN | 47715 | 4773S01 | Simon | 4/8/08-4/8/18 |
| TWV 8 | Twelve Oaks | 27228 Novi Road | Novi | MI | 48377 | TWELV01 | Taubman | 08/01/01-01/31/11 |
| KEY 16 | Fashion Mall-Keystone | Keystone at the Crossing, Space #104 | Indianapolis | IN | 46240 | 2110K01 | Simon | 11/28/07-11/28/17 |
| HUG 18 | Houston Galleria | 5135 W Alabama, Suite #5400 | Houston | TX | 77056 | SAGAL01 | Simon | 2/1/07-1/31/17 |
| NSH 19 | Mall at Green Hills | 2126 Abbott Martin Road, Space 132 | Nashville | TN | 37215 | THEMA02 | Davis Street Land | 3/30/09-3/30/19 |
| MFR 25 | Mayfair Mall | 2500 N Mayfair Road | Wauwatosa | WI | 53226 | MAYFA01 | General Growth | 02/01/05-01/31/15 |
| ORL 27 | Orland Square | 644 Orland Square, F-11 | Orland Park | IL | 60462 | 4670O01 | Simon | 2/1/08-1/31/10 |
| STB 31 | Stonebriar | 2601 Preston Road, Space 2148 | Frisco | TX | 75034 | STONE01 | General Growth | 08/04/00-01/31/11 |
| SLK 37 | Southlake | 2046 Westfield Shoppingtown Southlake | Merrillville | IN | 46410 | SOUTH01 | Westfield Corporation | 2/1/07-1/31/10 |
| PSQ 47 | Penn Square | 1901 NW Expressway #1037 | Oklahoma City | OK | 73118 | 7603P01 | Simon | 06/01/98-01/31/09 |
| SOM 64 | Somerset | 2800 W Big Beaver Road, Space #5-204 | Troy | MI | 48084 | SOMER01 | Forbes Cohen Properties | 08/1/07-09/31/17 |
| NPK 76 | Northpark Center | 924 Northpark Center | Dallas | TX | 75225 | NORTH05 | Northpark Management Co. | 5/4/06-1/31/17 |
| WFL 79 | Woodfield Mall | J-106 Woodfield Mall | Schaumburg | IL | 60173 | WOODF01 | Taubman | 9/1/05-1/31/15 |
| RSF 83 | Roosevelt Field | 630 Old Country Road, Space 1108B | Garden City | NY | 11530 | THERE01 | Simon | 10/23/07-09/30/17 |
| PGN 89 | Fashion Ctr at Pentagon City | 1100 S Hayes Street, Space Y02 | Arlington | VA | 22202 | FASHI01 | Simon | 11/7/07-10/31/17 |
| HML 90 | Hamilton Place | 13170 Harrell Parkway, Space A15 | Noblesville | IN | 46060 | HAMIL01 | Simon | 11/28/07-11/28/17 |
| MED 95 | The Meadows at Lake St. Louis | 10 Meadows Circle Drive, Suite 104 | Lake St. Louis | MO | 63367 | THEME01 | Davis Street Land | 5/15/08-5/15/18 |

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

EMPLOYEE CONTRACTS???

Schedule 2.1(b)(xi) – Seller Employee Benefits

| BENEFIT TYPE | DESCRIPTION | CARRIER |
|-------------------|--|-------------------------------|
| Health Insurance | Voluntary HDHP PPO Low | AETNA thru CPEhr |
| Health Insurance | Voluntary HDHP PPO High | AETNA thru CPEhr |
| Dental Insurance | Voluntary Dental PPO | AETNA thru CPEhr |
| Vision Insurance | Voluntary VSP Vision | VSP thru CPEhr |
| Other Insurance | Voluntary Term Life & ADD | Reliance Standard thru CPEhr |
| Other Insurance | Voluntary Universal of Term Life | TransAmerica thru CPEhr |
| Other Insurance | Voluntary Accident, Cancer, Short Term Disability | Humana thru CPEhr |
| Legal Services | Voluntary Legal Services | Legal Access Plans thru CPEhr |
| Holiday Pay | 6 paid holidays (designated) for eligible employees | |
| Vacation Pay | Vacation allowance determined by Tier 1, 2 & 3 eligibility requirements | |
| Bereavement Leave | up to 2 or 3 days depending on length of service | |
| Maternity Leave | up to 6-10 weeks coordinated with Short Term Disability | |
| Bonus Program | Store Management - Store Managers and Senior Assistant Store Managers who meet the biweekly sales requirement of \$4,800.00 will receive 3% commission for all personal sales. | |
| Bonus Program | Store Manager - Store Managers, excluding Senior Assistant and Assistant Store Managers, who qualify, have an opportunity to earn a Monthly Bonus when they meet or exceed the standards for qualification and an Annual Bonus will be paid to each Store Manager who qualifies. | |
| Bonus Program | Sales Associate - Sales Associates can earn Incentive pay if store sales exceed his/her Productivity Criteria in a bi-weekly, he/she will be paid 8% on all sales over the Productivity Criteria. | |
| Bonus Program | Founders Club - Bachrach Representatives who qualify, have an opportunity to become a Founder and receive Founder benefits (clothing allowance and percentage sales bonus of personal sales). | |
| Bonus Program | President's Circle - Bachrach Representatives who qualify, have an opportunity to become a President's Circle Member and receive President's Circle benefits (1% sales bonus of personal sales). | |

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 2.2b – Excluded Asset

NONE

BACHRACH ACQUISITION, LLC

Asset Purchase Agreement

Schedule 2.2c – Excluded Leases & Contracts

See Schedules 1.1(b) (Excluded Contracts) and Schedule 1.1(c)

BACHRACH ACQUISITION, LLC

Asset Purchase Agreement

Schedule 2.2(m) – Additional Excluded Leases

None

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 5.3a – Conflicts

None

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 5.3b – Consents Seller

None

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 5.4 – Approvals Seller

NONE

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 5.5 – Title

None

BACHRACH ACQUISITION, LLC

Asset Purchase Agreement

Schedule 5.7 - Intellectual Property

| IP TYPE | DESCRIPTION | CLASS GOODS & SERVICES |
|-----------|---|--|
| TRADEMARK | BACHRACH (1) TYPED DRAWING Registration #1504913 Registration Date 9/20/88 Renew Date 4/30/09 | IC 025. US 039. G & S: WEARING APPAREL, NAMESLY SUITS, TIES, SHIRTS, T-SHIRTS, SWEATSHIRTS AND SOCKS. FIRST USE: 19200000. FIRST USE IN COMMERCE: 19200000 IC 042. US 101. G & S: RETAIL CLOTHING STORE SERVICES. FIRST USE: 19200000. FIRST USE IN COMMERCE: 19200000 |

| IP TYPE | DESCRIPTION | EXPIRATION |
|-------------|----------------------------|------------|
| DOMAIN NAME | BACHRACH.com | 04/03/10 |
| DOMAIN NAME | BACHRACH-OUTLET.com | 12/04/09 |
| DOMAIN NAME | BACHRACHACQUISITION.com | 04/16/10 |
| DOMAIN NAME | BACHRACHPREFERRED.com | 04/17/10 |
| DOMAIN NAME | BACHRACHPREFERRED CARD.com | 04/16/10 |
| DOMAIN NAME | MYSPOURCOAT.com | 09/18/09 |
| DOMAIN NAME | MYSPOURJACKET.com | 09/18/09 |
| DOMAIN NAME | MYSPOURSCOAT.com | 09/18/09 |
| DOMAIN NAME | STUDIO308.net | 12/29/09 |

| IP TYPE | DESCRIPTION | AGREEMENT NO / LICENSE NO | # OF USERS |
|---------|--|-----------------------------------|------------|
| LICENSE | Windows Server 2008 | RTD3D-P2QW7-CJKRB-BX9XXXX | 1 |
| LICENSE | Windows Server 2008 | GC667-YB8Q3-RCVK3-JDH2K-XXXXX | 1 |
| LICENSE | Microsoft Exchange Server 2007 | W3MX6-2WXMD-QB887-4WGPV-VXXXX | 1 |
| LICENSE | Exchange server 2007 Standard CAL | see exchange server 2007 | 45 |
| LICENSE | Microsoft Terminal Service Licenses | see exchange server 2007 | 5 |
| LICENSE | GFI Mail Security | USINV0057872 | 15 |
| LICENSE | GFI Mail Essentials | USINV0061626 | 10 |
| LICENSE | RADmin | RADPR-225742-95E086ED-7E7AXXXX | 50 |
| LICENSE | Additional users BRL Advanced Management Users | Acct # 5374831 with RMS McGladrey | 5 |
| LICENSE | BRL Advanced Management Users | Acct # 5374831 with RMS McGladrey | 1 |
| LICENSE | FXr Report server | Acct # 5374831 with RMS McGladrey | 1 |
| LICENSE | Integration Manager Financials | Acct # 5374831 with RMS McGladrey | 0 |
| LICENSE | MS SQL English Standard Runtime | Acct # 5374831 with RMS McGladrey | 3 |
| LICENSE | NET Developer Toolkit | Acct # 5374831 with RMS McGladrey | 0 |
| LICENSE | Smartlist Builder | Acct # 5374831 with RMS McGladrey | 0 |
| LICENSE | SQL Server Workgroup Edition 2008 | 46070680 | 26 |
| LICENSE | Kaspersky BusinessSpace Security | KL4853AAQFR | 75 |
| LICENSE | Mekorma MICR Payables | 1015224643809 | Unlimited |
| LICENSE | CP SQL Back Office | Supplied upon request | 5 |
| LICENSE | CP SQL Remote Location | Supplied upon request | 32 |
| LICENSE | BlackBerry Client | Supplied upon request | 5 |
| LICENSE | BlackBerry Enterprise Server | Supplied upon request | 1 |
| LICENSE | Windows Access Server | Supplied upon request | 15 |

NOTES: Agreement /License numbers with XXXX at the end of the cell have been truncated

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 5.8(a) Employee Benefit Plans

See Schedule 2.1(b)(xi)

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 5.8(b) Multiemployer Pension Plan

NONE

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 5.9 – Litigation

None

Schedule 5.16a - Operating Permits

| STORE # | | LOCATION | ADDRESS | CITY | ST | ZIP | LICENSE # | EXPIRATION | DESCRIPTION |
|---------|-----|-------------------------------|---------------------------------------|----------------|----|-------|-------------------|---------------|--|
| EVN | 5 | Evansville | 800 N Green River Road | Evansville | IN | 47715 | 08-01025E | NOT SPECIFIED | Evansville/Vanderburgh County Building Commission - Certificate of Occupancy |
| TWV | 8 | Twelve Oaks | 27228 Novi Road | Novi | MI | 48377 | BR-09-00092 | 12/31/2009 | City of Novi - Business Registration |
| KEY | 16 | Fashion Mall-Keystone | Keystone at the Crossing, Space #104 | Indianapolis | IN | 46240 | | | |
| HUG | 18 | Houston Galleria | 5135 W. Alabama, Suite #5400 | Houston | TX | 77056 | | | |
| NSH | 19 | Mall at Green Hills | 2126 Abbott Martin Road, Space 132 | Nashville | TN | 37215 | UNKNOWN | NOT SPECIFIED | Metropolitan Government of Nashville & Davidson County - Final Use & Occupancy |
| MFR | 25 | Mayfair Mall | 2500 N Mayfair Road | Wauwatosa | WI | 53226 | 004-0003122999-01 | NOT SPECIFIED | WI Dept of Revenue Sellers Permit |
| ORL | 27 | Orland Square | 644 Orland Square, P-11 | Orland Park | IL | 60462 | | | |
| STB | 31 | Stonebriar | 2601 Preston Road, Space 2148 | Frisco | TX | 75034 | 1-37-0619605-5 | NOT SPECIFIED | TX Sales & Use Tax |
| SLK | 37 | Southlake | 2046 Westfield Shoppingtown Southlake | Merrillville | IN | 46410 | | | |
| PSQ | 47 | Penn Square | 1901 NW Expressway #1037 | Oklahoma City | OK | 73118 | 68997827 | NOT SPECIFIED | OK Secretary of State - Certificate of Registration |
| SOM | 64 | Somerset | 2800 W Big Beaver Road, Space #5-204 | Troy | MI | 48084 | 57-1238572 | 9/30/2010 | State of MI Sales Tax License |
| NPK | 76 | Northpark Center | 924 Northpark Center | Dallas | TX | 75225 | | | |
| WFL | 79 | Woodfield Mall | J-106 Woodfield Mall | Schaumburg | IL | 60173 | 10038 | 12/31/2009 | Village of Schaumburg, Business License |
| RSF | 83 | Roosevelt Field | 630 Old Country Road, Space 1108B | Garden City | NY | 11530 | 57-1238572 | NOT SPECIFIED | NYS Sales & Use Tax |
| PGN | 89 | Fashion Ctr. at Pentagon City | 1100 S. Hayes Street, Space Y02 | Arlington | VA | 22202 | | | |
| HML | 90 | Hamilton Place | 13170 Harrell Parkway, Space A15 | Noblesville | IN | 46060 | 0800052748684 | 7/31/2008 | IN Dept of Revenue - Registered Retail Merchant Certificate |
| MED | 95 | The Meadows at Lake St. Louis | 10 Meadows Circle Drive, Suite 104 | Lake St. Louis | MO | 63367 | 09/10-308 | 6/30/2010 | Business Merchants License |
| NY | 991 | New York Office | 1430 Broadway, Suite 306 | New York | NY | 10018 | | | |

STORE PHONE # FAX # STREET ADDRESS CITY STATE Zip: Licenc;~ Numbe~
005 EVN 812.473.0333 812.477.1637 800 N. Green River Road Evansville IN 47715
08-01025E
008 TWV 248.344.1744 248.347.5814 27228 Novi Road Novi MI 48377
57-1238572
016 KEY 317.582.1787 317.582.1789
The Fashion Mall- Space #104
Indianapolis IN 46240
Keystone at the Crossing 8702 missing
018 HUG 713.626.4083 713.960.6057
Houston Galleria IV - Suite #5400
Houston TX 77056
5135 W. Alabama missing
019 NSH 615.292.4916 615.292.7117
The Mall at Green Hills
Nashville TN 37215
126 Abbott Martin Road - Space 132 missinQ
025 MFR 414.257.4055 414.257.4163
Maylair Mall
Wauwatosa WI 53226
2500 N. Mayfair Road 0040003122999-01
027 ORL 708.460.5656 708.460.6442
Orland Square Shopping Center
Orland Park IL 60462
644 Orland Square. F-11 missing
031 STB 469.633.0500 214.387.9167
Stonebriar Center - Space 2148
Frisco TX 75034
2601 Preston Road 1-37-0619605-5
037 SLK 219.769.4927 219.769.4930 2046 Westfield Shoppingtown Southlake Merrillville IN 46410
missing

047 PSQ 405.843.3613 405.843.3614 1901 N.W. Expressway #1037 Oklahoma City OK 73118
68997827

The Somerset Collection North
064 SOM 248.649.3399 248.649.5984 Space #5-204 Troy MI 48084
2800 W. Big Beaver Road missing

076 NPK 214.265.1477 469.341.9135 924 Northpark Center Dallas TX 75225
missinQ

079 WFL 847.413.8514 847.413.4109 J-106 Woodfield Mall Schaumburg IL 60173
10038

083 RSF 516.747.1435 516.747.0124
Roosevelt Field - Space 11088

Garden City NY 11530
630 Old Country Road 571238572

089 PGN 703.413.5068 703.413.2034
Fashion Center at Pentagon - Space Y02

Arlington VA 22202
1100 S. Hayes Street missinQ

090 HML 317.674.0140 317.674.0143
Hamilton Town Center

Noblesville IN 46060
13170 Harrell Parkway. Space A15 125977808

095 MED 636.625.1722 636.625.1726
The Meadows at Lake St. Louis

10 Meadows Circle Drive. Suite 104 Lake St. Louis MO 63367 09/10-308
NY

NY 212.354.4927
212.354.4942 1430 Broadway Suite 306 New York NY 10018
OFFICE x104 missing

BACHRACH ACQUISITION, LLC
Asset Purchase Agreement

Schedule 5.17 Affiliate Transactions

NONE

BACHRACH ACQUISITION, LLC

Asset Purchase Agreement

Schedule 6.3(a) Conflicts Purchase

NONE

BACHRACH ACQUISITION, LLC

Asset Purchase Agreement

Schedule 6.3(b) Approvals Purchase

NONE